

## SHARE OPTION

The Group does not have share option scheme.

## DIRECTORS' INTERESTS IN SECURITIES OF THE COMPANY

As at 30 September 2002, the interests of the directors and chief executives or their associates in the securities of the Company and its associated corporation as recorded in the register maintained by the Company pursuant to section 29 of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance") were as follows:

<b>Name of directors</b>	<b>Number of ordinary shares held as corporate interests</b>
Cheng Kai Ming, Charles ( <i>note</i> )	840,000,000

*Note:* Mr. Cheng Kai Ming, Charles is one of the beneficiaries of a trust which assets include interests in the entire issued share capital of CCAA Group Limited ("CCAA"). CCAA holds 840,000,000 shares of the Company.

Save as disclosed above, as at 30 September 2002, none of the Directors and chief executive or their associates had any personal, family, corporate or other interests in the equity or debt securities of the Company or any of its associated corporations as defined in the SDI Ordinance, and none of the Directors and chief executive, nor their respective spouses or children under the age 18, had any right to subscribe for the securities of the Company, or had exercised any such right during the period.

## SUBSTANTIAL SHAREHOLDERS

As at 30 September 2002, the following shareholder held an interest of 10% or more in the issued share capital of the Company which is required to be recorded under section 16(1) of the SDI Ordinance:

<b>Name of Shareholders</b>	<b>Number of ordinary shares held</b>	<b>Percentage of issued shares</b>
CCAA	840,000,000	75%

Save as disclosed above, as at 30 September 2002, the Company was not notified by any persons who had an interest of 10% or more in the issued share capital of the Company which is required to be recorded under section 16(1) of the SDI Ordinance.

#### **AUDIT COMMITTEE**

The audit committee, which comprises of two independent non-executive directors of the Company, has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal controls and financial reporting matters including a review of the unaudited interim accounts for the six months ended 30 September 2002.

#### **CODE OF BEST PRACTICE**

Save and except that the independent non-executive directors of the Company are not appointed for a specific term but are subject to retirement by rotation and re-election at annual general meetings of the Company, none of the Directors is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the six months ended 30 September 2002 in compliance with the Code of Best Practice as set out in Appendix 14 of the Listing Rules.

#### **REPURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES**

During the six months ended 30 September 2002, there was no repurchase, sale or redemption of the Company's listed securities by the Company or any of its subsidiaries.

By order of the Board  
**Tsang Cheuk Lau**  
*Chairman*

Hong Kong, 5 December 2002